

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Windridge A2A Developments, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 32047814366

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

744 - 4 Avenue SW, Suite 400, Calgary, AB T2P3T4

Number, Street, City, State & ZIP Code

County _____

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

Debtor _____

Windridge A2A Developments, LLC

Name _____

7. Describe debtor's business**A. Check one:**

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
 Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- Chapter 7
 Chapter 9
 Chapter 11. **Check all that apply:**

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
 Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
 Yes.

List all cases. If more than 1, attach a separate list

Fossil Creek A2A Developments, LLC

Relationship _____

District _____	When _____	Case number, if known _____
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Debtor Windridge A2A Developments, LLC
Name _____

11. Why is the case filed in this district? Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety. What is the hazard? _____

- It needs to be physically secured or protected from the weather.

- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

- No

- Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.

- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- 1-49
 50-99
 100-199
 200-999

- 1,000-5,000
 5001-10,000
 10,001-25,000

- 25,001-50,000
 50,001-100,000
 More than 100,000

15. Estimated Assets

- \$0 - \$50,000
 \$50,001 - \$100,000
 \$100,001 - \$500,000
 \$500,001 - \$1 million

- \$1,000,001 - \$10 million
 \$10,000,001 - \$50 million
 \$50,000,001 - \$100 million
 \$100,000,001 - \$500 million

- \$500,000,001 - \$1 billion
 \$1,000,000,001 - \$10 billion
 \$10,000,000,001 - \$50 billion
 More than \$50 billion

16. Estimated Liabilities

- \$0 - \$50,000
 \$50,001 - \$100,000
 \$100,001 - \$500,000
 \$500,001 - \$1 million

- \$1,000,001 - \$10 million
 \$10,000,001 - \$50 million
 \$50,000,001 - \$100 million
 \$100,000,001 - \$500 million

- \$500,000,001 - \$1 billion
 \$1,000,000,001 - \$10 billion
 \$10,000,000,001 - \$50 billion
 More than \$50 billion

Debtors

Windridge A2A Developments, LLC

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/14/2025

MM / DD / YYYY

DocuSigned by:

X

Orest Konowalchuk

F935PA3394C0426
Signature of authorized representative of debtor

Alvarez & Marsal Canada, Inc., by Orest Konowalchuk

Printed name

Title senior vice-president

18. Signature of attorney

X

/s/ Michael P. Cooley

Signature of attorney for debtor

Date 03/14/2025

MM / DD / YYYY

Michael P. Cooley

Printed name

Reed Smith

Firm name

2850 N. Hardwood Street Dallas, TX 75201

Number, Street, City, State & ZIP Code

Contact phone (469) 680-4213

Email address mpcooley@reedsSmith.com

24034388 - Texas

Bar number and State

RESOLUTIONS OF THE MONITOR FOR WINDRIDGE A2A DEVELOPMENTS LLC

March 14, 2025

WHEREAS, on November 14, 2024, the Court of King's Bench of Alberta (the "**Canadian Court**") issued an initial order (the "**Initial Order**") which, among other thing, commenced proceedings under the Companies' Creditors Arrangement Act, RSC 1985, c C-36, as amended (the "**CCAA**");

WHEREAS, pursuant to the Initial Order, the Canadian Court appointed Alvarez & Marsal Canada Inc. as the CCAA monitor (the "**Monitor**") over the business operations certain debtor companies including Windridge A2A Developments, LLC ("**Windridge LLC**");

WHEREAS, the Initial Order authorized the Monitor to act as "**Foreign Representative**" of the Canadian debtor companies and the affiliate entities (collectively, the "**A2A Group**"), in order to apply to commence ancillary insolvency proceedings under chapter 15 of Title 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the Northern District of Texas;

WHEREAS, on November 20, 2024, the Foreign Representative filed voluntary petitions for relief under chapter 15 of the Bankruptcy Code on behalf of the A2A Group debtors" seeking recognition by the U.S. Bankruptcy Court for the Northern District of Texas of the Monitor's status as the duly authorized Foreign Representative of the A2A Group debtors and recognition of the CCAA proceedings as "foreign main proceedings;

WHEREAS, on February 19, 2025, the Foreign Representative filed its *Fourth Report of the Monitor Alvarez & Marsal Canada Inc.* (the "**Fourth Report**") detailing, among other things, a plan (as described in the Fourth Report, the "**Texas Plan**") for gaining control of certain property;

WHEREAS, on March 5, 2025, the Canadian Court authorized and empowered the Monitor to take all steps necessary or desirable to carry out the Texas Plan, including to file a petition for relief under chapter 11 of the United States Bankruptcy Code in a court of competent jurisdiction (the "**Bankruptcy Court**"), thereby commencing a case under chapter 11 of the Bankruptcy Code;

WHEREAS, the Monitor has determined after reasonable investigation and consultation with legal and financial advisors that it is the best interests of Windridge LLC and its creditors and other stakeholders to cause Windridge LLC to retain legal counsel for purpose of preparing and filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code and thereafter prosecuting a case under chapter 11 of the Bankruptcy Code;

NOW, THEREFORE, BE IT:

RESOLVED, that, in the judgment of the Monitor, it is desirable and in the best interests of Windridge LLC for the company to file a Bankruptcy Petition in the Bankruptcy Court, thereby commencing a case under chapter 11 of the Bankruptcy Code (the "**Bankruptcy Case**") in which

the Monitor will continue to operate Windridge LLC as debtor in possession, and the filing of such petition is authorized hereby; and it is further

RESOLVED, that Orest Konowalchuk (the “*Authorized Person*”), a senior vice president with Alvarez & Marsal Canada, Inc., is hereby authorized, empowered, and directed to execute and verify a voluntary petition in the name of Windridge LLC for relief under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the Bankruptcy Court in such form and at such time as the Authorized Person executing said petition on behalf of Windridge LLC shall determine; and it is further

RESOLVED, that the Authorized Person is authorized, empowered, and directed, on behalf of and in the name of Windridge LLC, to execute, verify, and file, or cause to be filed, executed, or verified, all necessary documents, including all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers, and in that regard to employ and retain such assistance of legal and financial advisors and other professionals and to take any and all action that the Authorized Person deems necessary, proper, or desirable in connection with the Bankruptcy Case; and it is further

RESOLVED, that the engagement and compensation of Reed Smith LLP as bankruptcy counsel to render legal services to Windridge LLC in connection with such chapter 11 filing and any related proceedings is hereby ratified and approved in all respects;

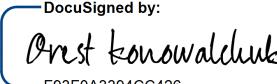
RESOLVED, that the Authorized Person is hereby authorized, empowered, and directed, on behalf of and in the name of Windridge LLC, to pay all necessary and reasonable fees and expenses incurred in connection with the transactions contemplated by these resolutions; and it is further

RESOLVED, that in addition to the specific authorizations theretofore conferred, the Authorized Person is hereby authorized, empowered, and directed to take or cause to be taken all such further actions, to execute and deliver or cause to be executed and delivered all such further certificates, agreements, instruments and documents and to incur all such fees and expenses, on behalf of and in the name of Windridge LLC, as in his judgment shall be necessary, appropriate or advisable in order to carry out fully the intent and purposes of the foregoing resolutions and each of them; and it is further

RESOLVED, that all actions previously taken by the Monitor and any agent of Windridge LLC in furtherance of the foregoing consents and resolutions, are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of Windridge LLC, as fully as if such actions had been presented to the Monitor for approval prior to such actions being taken.

IN WITNESS HEREOF, the undersigned has executed this Resolution as of the date set forth above.

**ALVAREZ & MARSAL CANADA INC.,
as Monitor for Windridge A2A
Developments, LLC**

By: 

Orest Konowalchuk